

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

We, John H. Spencer

and Edward A. McIntyre

of The Foxboro Company

(Exact name of corporation)

located at 33 Commercial Street, Foxboro, Massachusetts 02035
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article 1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on March 30, 2001, by vote of

115,132.8 shares of common stock of 115,132.8 shares outstanding.
(type, class & series, if any)

 shares of of shares outstanding, and
(type, class & series, if any)

 shares of of shares outstanding.
(type, class & series, if any)

C
P
M
RA

1=being at least a majority of each type, class or series outstanding and entitled to vote thereon; 2=being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby:

*Delete the inapplicable words.

**Delete the inapplicable clause.

¹ For amendments adopted pursuant to Chapter 156B, Section 70.

² For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring such addition is clearly indicated.

To change the name of the corporation to "Invensys Systems, Inc."

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 30th day of March, 2001.

J H Spencer
John H. Spencer

*President / *Vice President,

*Clerk / *Secretary

*Delete the inapplicable words.

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following: Not Applicable

The total presently authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in
the amount of \$ _____ having been paid, said articles are deemed
to have been filed with me this _____ day of _____
20 _____.

Effective date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

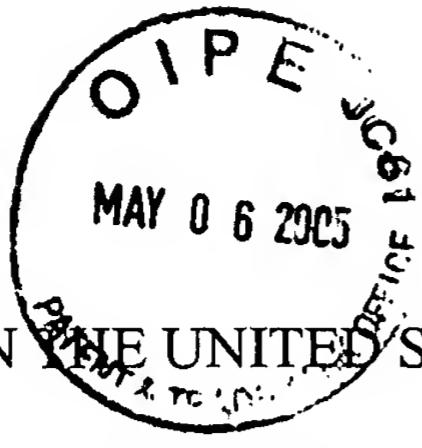
Patricia J. Turner

Pearl Professional Corporation

735 Post Road East, Westport, CT 06880

203-2229000

Telephone:



Attorney's Docket No.: 02052-079004 / 97,003 - Continuation #3

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : Manus P. Henry et al.
Serial No. : 10/637,620
Filed : August 11, 2003

Art Unit : 2857
Examiner : Manuel L. Barbee
Confirmation No.: 2449
Notice of Allowance Date: February 8, 2005

Title : DIGITAL FLOWMETER

MAIL STOP ISSUE FEE

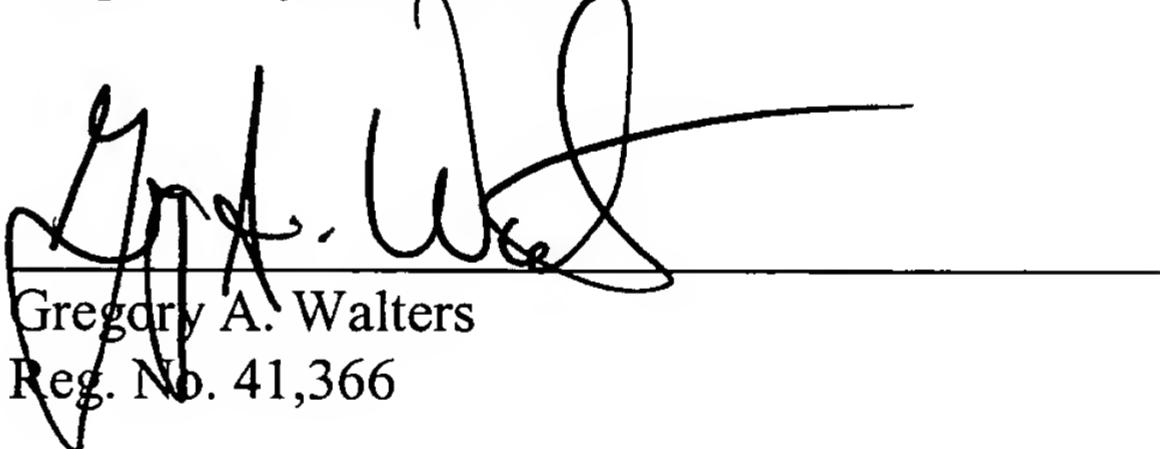
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

RESPONSE TO NOTICE OF ALLOWANCE

In response to the Notice of Allowance mailed February 8, 2005, enclosed are a completed issue fee transmittal form PTOL-85b and a check for \$1730 for the required issue fee and publication fee, including patent copies.

Please apply any additional charges or credits to our Deposit Account No. 06-1050.

Respectfully submitted,



Gregory A. Walters
Reg. No. 41,366

Date: May 6, 2005

PTO Customer No.: 26171
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Washington, DC 20005-3500
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